

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. CONTRACT ID CODE		PAGE OF PAGES 1 7	
2. AMENDMENT/MODIFICATION NO. <div style="text-align: center;">458</div>		3. EFFECTIVE DATE <div style="text-align: center;">See Block 16c</div>		4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO. (If applicable)	
6. ISSUED BY John F. Kennedy Space Center, NASA Procurement Office Kennedy Space Center, FL 32899				7. ADMINISTERED BY (If other than Item 6) CODE			
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)  Space Gateway Support, LLC 1980 N. Atlantic Ave., Suite 330 Cocoa Beach, FL 32931  <div style="text-align: center; font-size: 2em; opacity: 0.5;">ORIGINAL</div>				9A. AMENDMENT OF SOLICITATION NO.			
				9B. DATED (SEE ITEM 11)			
				10A. MODIFICATION OF CONTRACT/ORDER NO. <div style="text-align: center;">NAS10-99001</div>			
				10B. DATED (SEE ITEM 13) <div style="text-align: center;">August 21, 1998</div>			
CODE		FACILITY CODE					
<b>11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS</b>							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers is extended, <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning ____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
12. ACCOUNTING AND APPROPRIATION DATA (If required)							
<b>13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.</b>							
A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.							
B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).							
C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:							
X D. OTHER (Specify type of modification and authority) BILATERAL - MUTUAL AGREEMENT OF THE CONTRACTING PARTIES							
IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return 3 copies to the issuing office.							
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)							
The purpose of this modification is to CHANGE JBOSC Technical Exhibit 2.2.1.3-001, "TYPE 3C WORK ORDERS" to reflect an Additional Value of \$4,574,294 (cost) and \$365,944 (fee) for a total of \$4,940,237 (cost with fee) to cover in-progress, scheduled and potential 3C projects.  This change revises Articles B-3, Contract Value; B-4, Award Fee; Article G-2 and Technical Exhibit 2.2.2.3-001 as shown on attached pages. All other terms and conditions remain unchanged and in full force and affect.  In consideration of the modification agreed to herein, the contractor hereby releases the government from any and all liability under this contract for further equitable adjustments attributable to such facts and circumstances giving rise to the proposal for adjustment.  Except as provided herein, all terms and conditions of the document referenced in Item 9a or 10A, as heretofore changed, remains unchanged and in full force and effect.							
15A. NAME AND TITLE OF SIGNER (Type or print) Victoria G. Lockard Director, Contracts				16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Ernest G. Tweedie Contracting Officer			
15B. CONTRACTOR/OFFEROR <i>Victoria G. Lockard</i> (Signature of person authorized to sign)		15C. DATE SIGNED 21 Aug 07		16B. UNITED STATES OF AMERICA <i>Ernest G. Tweedie</i> (Signature of Contracting Officer)		16C. DATE SIGNED 22 AUG 07	

ORIGINAL

**TYPE 3C WORK ORDERS  
MOST PROBABLE COST ADJUSTMENT**

<b>CONTRACT PERIOD:</b>	<b>FY:</b>	<b>ANNUAL BASELINE: (Loaded without fee – Mod 79)</b>	<b>ACTUAL VALUE: (Loaded without fee)</b>	<b>Modification Number</b>	<b>Additional Value: (Loaded with fee)</b>
Contract Year 1	FY 99	\$ 8,816,118			
Contract Year 2	FY 00	\$ 8,991,033			
Contract Year 3	FY 01	\$ 9,175,971			
Contract Year 4	FY 02	\$ 9,369,147	\$6,742,200	179	
Contract Year 5	FY 03	\$ 9,566,157			
<b>BASIC Sub-total:</b>		<b>\$ 45,918,426</b>			
Contract Year 6	FY 04	\$ 9,773,958		217/247/ 259	\$4,526,514
Contract Year 7	FY 05	\$ 9,987,367		247 259 281 338	\$ 4,960,364 \$17,637,334 \$13,648,885 <u>\$ (12,428,591)</u> \$23,817,992
Contract Year 8	FY 06	\$ 10,201,668		338 390	\$12,512,004 <u>(\$1,745,295)</u> \$10,766,709
Contract Year 9	FY 07	\$ 10,429,644		390 458	\$1,745,295 <u>\$4,940,238</u> \$6,685,533
Contract Year 10	FY 08	\$ 10,695,195			
<b>OPTION Sub-total:</b>		<b>\$ 51,087,832</b>			
<b>TOTAL:</b>		<b>\$ 97,006,258</b>			

**NOTES:**

1. Annual baselines escalated 3% per annum as proposed.
2. Baseline may be adjusted up or down by the government via a contract modification, negotiated contract offset, or other appropriate means.
3. J-BOSC contractor may exceed the baseline when excess work capacity exists, total contract value remains the same, and customers approve proposed project(s).
4. The government intent is to establish this annual baseline as Type 3C. However, the government reserves the right to determine distribution of above annual values as Type 3I or Type 3C and to fund sources and agencies based on customer needs, mission priorities, and/or available funds.
5. "Actual Value" Column reflects the value of actual Type 3C work orders funded and executed during the fiscal year and resulting amended contract value.
6. The "Additional Value" column is inclusive of award fee. The amounts shown here will be subject to adjustment for contract value descope prior to any values that are not award fee bearing.
7. The above values do not include direct allocation costs (subcontract/admin support, etc.) (Mod 259)

<b>ARTICLE B-3 CONTRACT VALUE</b>			
<b>Basic Period Sep 98-30 Sep 03</b>			
The contract value is summarized below:			
Contract Period	Estimated Cost	Available Award Fee*	Contract Value
Phase-In Period (FFP)			
(Sept 1998)	\$1,113,486		1,113,486
<b>Basic Period Thru 440</b>			
10/01/98-09/30/00	\$396,406,378	\$23,187,199	419,593,577
Neg. Cost Overrun MOD 135	\$9,200,000	\$0	9,200,000
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			0
Total FY99-FY00	\$405,606,378	\$23,187,199	428,793,577
(10/01/00-09/30/01)	\$215,635,118	\$13,106,768	228,741,886
Neg. Cost Overrun MOD 135	\$18,804,377	\$0	18,804,377
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			0
Total FY01	\$234,439,495	\$13,106,768	247,546,263
(10/01/01-09/30/02)	\$234,055,207	\$14,098,312	248,153,519
Neg. Cost Overrun MOD 135	\$19,865,904	\$0	19,865,904
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			0
Total FY02	\$253,921,111	\$14,098,312	268,019,423
(10/01/02-09/30/03)	\$247,365,902	\$15,357,411	262,723,313
Neg. Cost Overrun MOD 135	\$22,426,471	\$0	22,426,471
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			0
Total FY03	\$269,792,373	\$15,357,411	285,149,784
<b>TOTAL BASIC PERIOD</b>	<b>\$1,164,872,843</b>	<b>\$65,749,690</b>	<b>1,230,622,533</b>
<b>Option Period 1 Oct 03 - 30 Sept 04</b>			
Option 1A			
(10/01/03-09/30/04)	\$244,075,599	\$15,352,803	259,428,402
Neg. Cost Overrun MOD 135	\$22,135,767	\$0	22,135,767
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			0
Total FY04	\$266,211,366	\$15,352,803	281,564,169
Option 3BA			
(10/01/03-09/30/04)	\$2,322,030	\$185,762	2,507,792
Option 5BA			
(10/01/03-09/30/04)	\$321,092	\$25,687	346,779
<b>TOTAL OPTION 1A PERIOD</b>	<b>\$268,854,488</b>	<b>\$15,564,252</b>	<b>284,418,740</b>

<b>Option Period 1 Oct 04 - 30 Sept 06</b>			
<b>Contract Period</b>	<b>Estimated Cost</b>	<b>Available Award Fee*</b>	<b>Contract Value</b>
Options Thru Mod 440			
OPTION 1B			
(10/01/04-09/30/05)	\$278,763,190	\$17,058,749	295,821,939
Neg. Cost Overrun MOD 135	\$25,895,945	\$0	25,895,945
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			\$0
Total FY05	\$304,659,135	\$17,058,749	321,717,884
(10/01/05-09/30/06)	\$259,746,826	\$13,909,020	273,655,846
Neg. Cost Overrun MOD 135	\$29,101,654	\$0	29,101,654
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			\$0
Total FY06	\$288,848,480	\$13,909,020	302,757,500
Option 3BB			
10/01/04-09/30/05	\$2,391,149	\$191,292	2,582,441
10/01/05-09/30/06	\$2,477,883	\$198,231	2,676,114
Total Option 3BB	\$4,869,032	\$389,523	5,258,555
Option 5BB			
10/01/04-09/30/05	\$331,342	\$26,507	357,849
10/01/05-09/30/06	\$331,781	\$26,542	358,323
Total Option 5BB	\$663,123	\$53,049	716,172
<b>TOTAL OPTION 1B Period</b>	<b>\$599,039,770</b>	<b>\$31,410,341</b>	<b>630,450,111</b>
<b>Option Periods 1 Oct 06 - 30 Sep 08</b>			
<b>Contract Period</b>	<b>Estimated Cost</b>	<b>Available Award Fee*</b>	<b>Contract Value</b>
OPTION 1C			
(10/01/06-9/30/07)	\$261,553,767	\$15,331,805	276,885,572
Neg. Cost Overrun MOD 135	\$31,867,270	\$0	31,867,270
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No. 458	\$4,574,294	\$365,944	4,940,238
Total FY07	\$297,995,331	\$15,697,749	313,693,080
(10/01/07-9/30/08)	\$265,295,057	\$17,250,726	282,545,783
Neg. Cost Overrun MOD 135	\$33,448,837	\$0	33,448,837
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			0
Total FY08	\$298,743,894	\$17,250,726	315,994,620

	Option Periods 1 Oct 06 - 30 Sep 08 Cont.		
Option 3BC			
10/01/06-09/30/07	\$2,539,810	\$203,185	2,742,995
10/01/07-09/30/08	\$2,621,598	\$209,728	2,831,326
Total Option 3BC	\$5,161,408	\$412,913	5,574,321
Option 4BB			
10/01/04-09/30/05	\$0	\$0	0
10/01/05-09/30/06	\$0	\$0	0
Total Option 4BB	\$0	\$0	0
Option 4BC			
10/01/06-09/30/07	\$0	\$0	\$0
10/01/07-09/30/08	\$0	\$0	\$0
Total Option 4BC	\$0	\$0	\$0
Option 5BC			
10/01/06-09/30/07	\$332,204	\$26,576	358,780
10/01/07-09/30/08	\$341,511	\$27,321	368,832
Total Option 5BC	\$673,715	\$53,897	727,612
<b>TOTAL OPTION 1C Period</b>	<b>\$602,574,348</b>	<b>\$33,415,285</b>	<b>635,989,633</b>
TOTAL CONTRACT			
VALUE SEP98-SEP08	\$2,635,341,449	\$146,139,568	\$2,781,481,017
*Earned fees for past periods plus the available fees for future periods			
Exercised options are moved above the Total Contract Value Line.			

**ARTICLE B-4 AWARD FEE**

The amount of award fee earned, if any, shall be determined in accordance with Section J, Attachment J-8, Award Fee Evaluation Plan, and other provisions of this contract as applicable. The following specifies by award fee period the amount of available award fee, the amount of earned award fee, and the award fee score.

AF P	BASIC PERIOD OF PERFORMANCE		Available Award Fee Through Mod 452	Total Award Fee For Mod 458	Adjusted Available Award Fee	Earned Award Fee Mod 452	Earned Award Fee Mod 458	Earned Award Fee	Award Fee Score and Mod
1	10/01/98	03/31/99	\$7,681,869		\$7,681,869	\$6,146,144		\$6,146,144	80% Mod 15
2	04/01/99	09/30/99	\$6,033,858		\$6,033,858	\$4,826,665		\$4,826,665	80% Mod 36
3	10/01/99	03/31/00	\$7,837,000		\$7,837,000	\$6,731,039		\$6,731,039	86% Mod 57
4	04/01/00	09/30/00	\$6,451,003		\$6,451,003	\$5,483,352		\$5,483,352	85% Mod 75
5	10/01/00	03/31/01	\$7,589,239		\$7,589,239	\$6,754,934		\$6,754,934	89% Mod 99
6	04/01/01	09/30/01	\$6,976,249		\$6,976,249	\$6,348,388		\$6,348,388	91% Mod 118
7	10/01/01	03/31/02	\$5,863,642		\$5,863,642	\$5,336,408		\$5,336,408	91% Mod 127
8	04/01/02	09/30/02	\$9,798,867		\$9,798,867	\$8,765,356		\$8,765,356	92% Mod 147
9	10/01/02	03/31/03	\$8,121,627		\$8,121,627	\$7,634,968		\$7,634,968	94% Mod 167
10	04/01/03	09/30/03	\$8,128,883		\$8,128,883	\$7,722,439		\$7,722,439	95% Mod 194
11	10/01/03	03/31/04	\$7,899,317		\$7,899,317	\$7,583,343		\$7,583,343	96% Mod 220
12	04/01/04	09/30/04	\$8,227,738		\$8,227,738	\$7,980,906		\$7,980,906	97% Mod 248
13	10/01/04	03/31/05	\$9,790,689		\$9,790,689	\$9,105,655		\$9,105,655	93% Mod 283
14	04/01/05	09/30/05	\$8,979,160		\$8,979,160	\$8,170,894		\$8,170,894	91% Mod 325
15	10/01/05	03/31/06	\$9,117,893		\$9,117,893	\$7,476,674		\$7,476,674	82% Mod 350
16	04/01/06	09/30/06	\$8,039,999		\$8,039,999	\$6,657,119		\$6,657,119	82.8% Mod 393
17	10/01/06	03/31/07	\$8,652,385		\$8,652,385	\$6,921,906		\$6,921,906	80% Mod 430
18	04/01/07	09/30/07	\$8,639,659	\$365,944	\$9,005,603				
19	10/01/07	03/31/08	\$8,732,878		\$8,732,878				
20	04/01/08	09/30/08	\$8,754,896		\$8,754,896				
	<b>GRAND TOTAL</b>		<b>\$161,316,851</b>	<b>\$365,944</b>	<b>\$161,682,795</b>			<b>\$146,139,568</b>	<b>Earned &amp; Available</b>

ARTICLE G-2		CONTRACT FUNDING				
Pursuant to FAR Clause 52.232.22, Limitation of Funds, funds presently allotted to this contract and the period through which they are estimated to be adequate are specified in the table below:						
The below table is created with the beginning values based on modification 371						
					<b>Total</b>	
			<b>Funded</b>	<b>Funded</b>	<b>Funded</b>	<b>ADEQUATE</b>
<b>As of MOD</b>	<b>Contract Value</b>	<b>Cost</b>	<b>Fee</b>	<b>Cost/Fee</b>	<b>THROUGH</b>	
Subtotal as						
of Mod 371	\$2,807,573,014	\$2,031,284,171	\$163,520,197	\$ 2,194,804,368	12/8/2006	
374	\$462,548					
376		\$3,239,869	\$259,190.00	\$ 3,499,059	12/15/2006	
377	\$244,132					
378	(\$13,628,301)					
379	(\$2,553,358)					
383		\$45,590,925	\$3,647,274	\$ 49,238,199	3/20/2006	
384	\$121,375					
385	(\$703,275)					
388	\$207,277					
389		\$14,362,829	\$1,149,027	\$ 15,511,856	2/13/2007	
391	(\$1,384,405)					
392	\$1,494,374					
393	(\$1,391,489)					
397	(\$1,733,940)					
399		\$69,924,188	\$5,593,935	\$ 75,518,123	5/16/2007	
408		\$2,608,945	\$208,716	\$ 2,817,661	5/20/2007	
410	(\$1,412,377)					
413		\$24,615,995	\$1,969,280	\$ 26,585,275	6/21/2007	
417	\$479,010					
418	\$500,602					
420		\$27,867,048	\$2,229,364	\$ 30,096,412	7/27/2007	
426		\$111,683	\$8,935	\$ 120,618		
428	(\$16,020,850)					
429		\$10,173,418	\$813,873	\$ 10,987,291	8/10/2007	
430	(\$1,761,683)					
431	\$1,765,654					
435		\$761,649	\$60,932	\$ 822,581	8/11/2007	
436	\$4,550,101					
439		\$10,548,358	\$843,869	\$ 11,392,227	8/24/2007	
441	(\$310,070)					
443		\$1,063,268	\$85,061	\$1,148,329	8/27/2007	
447		\$10,671,518	\$853,721	\$11,525,239	9/10/2007	
450		\$6,446,229	\$515,698	\$6,961,927	9/18/2007	
452	\$42,440					
458	\$4,940,238					
<b>TOTAL</b>	<b>\$2,781,481,017</b>	<b>\$2,259,270,093</b>	<b>\$181,759,072</b>	<b>\$2,441,029,165</b>		